

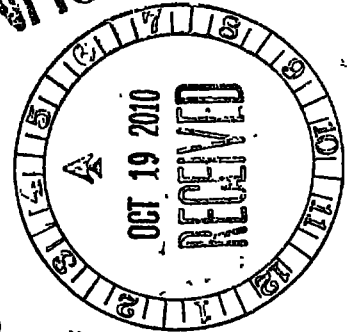
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**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

**ORIGINAL**

**STB FINANCE DOCKET NO. 35437**

**GEORGES CREEK RAILWAY, LLC  
—OPERATION EXEMPTION—  
LINE OF RAILROAD IN ALLEGANY COUNTY, MD**



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**VERIFIED NOTICE OF EXEMPTION**  
**PURSUANT TO 49 U.S.C. 10901 and 49 CFR 1150.31**

**ORIGINAL**

Submitted By:

John D. Heffner  
John D. Heffner, PLLC  
1750 K Street, N.W.  
Suite 200  
Washington, D.C. 20006  
(202) 296-3333

Counsel for Petitioner

Dated:      October 19, 2010

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

**STB FINANCE DOCKET NO. 35437**

**GEORGES CREEK RAILWAY, LLC  
—OPERATION EXEMPTION—  
LINE OF RAILROAD IN ALLEGANY COUNTY, MD**

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**VERIFIED NOTICE OF EXEMPTION  
PURSUANT TO 49 U.S.C. 10901 and 49 CFR 1150.31**

Georges Creek Railway, LLC (“Georges Creek”), a Maryland limited liability company and noncarrier, files this Notice of Exemption, pursuant to 49 C.F.R. Part 1150, Subpart D – Exempt Transactions, with the Surface Transportation Board (the “Board”) to permit it to operate over about 8.54 miles of railroad line between Morrison, MD, milepost BAI 27.0, and Carlos, MD at the end of the line, milepost BAI 18.46, all in Allegany County, MD (the “Line”). Georges Creek will operate the Line which is being acquired by its corporate affiliate, Eighteen Thirty Group, LLC (“Eighteen Thirty”). Eighteen Thirty seeks to acquire the Line in a separate but related transaction negotiated with Mark Friedman, Chapter 7 Trustee of the Bankruptcy Estate of James Riffin (“the Trustee”). That agreement and acquisition through the agreement are subject to

approval by the bankruptcy court. Georges Creek is filing this Notice of Exemption seeking a permissive exemption to operate the Line in the event the bankruptcy court approves the acquisition agreement between Eighteen Thirty and the Trustee.

#### **INFORMATION REQUIRED BY 49 CFR 1150.33**

**Name and Address of Applicant**

**49 CFR 1150.33(a)**

Georges Creek Railway, LLC  
119 Pratt Street  
Luke, MD 21540

**Applicant's Representative**

**49 CFR 1150.33(b)**

John D. Heffner  
John D. Heffner, PLLC  
1750 K Street, N.W.  
Suite 200  
Washington, D.C. 20006  
(202) 296-3333

**Statement of Agreement**

**49 CFR 1150.33(c)**

Georges Creek will execute an agreement with Eighty Thirty for operation of the Line.

**Operator of the Property**

**49 CFR 1150.33(d)**

Georges Creek will hold itself out to provide common carrier rail freight service over the Line.

Georges Creek is an existing limited liability company established under the laws of the State of Maryland. It presently conducts third party intraplant switching operations for NewPage Corporation at Luke, MD. Eighteen Thirty is a newly formed Maryland limited liability company and noncarrier established for the purpose of acquiring and operating short line railroads. For the purpose of this transaction, Eighteen Thirty proposes to acquire about 8.54 miles of railroad line between Morrison, MD, milepost BAI 27.0, and Carlos, MD, at the end of the line, milepost BAI 18.46, all in Allegany County, MD (“the Line”).<sup>1</sup> As a result of this transaction, Eighteen Thirty will own the Line and will have a residual common carrier obligation as to the Line. However, Eighteen Thirty will contract with Georges Creek to operate the Line rather than providing operations over it in its own name.

Other information required(1) The name and address of the railroad transferring the subject property:

Eighteen Thirty Group, LLC  
10706 Beaver Dam Road,  
Cockeysville, MD 21030-2207

This is the entity conveying operating rights to Georges Creek.

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<sup>1</sup> The Line has been the subject of previous litigation before the Board. To the extent relevant, the history of that litigation is discussed at pages 4 and 5 of Eighteen Thirty’s Notice of Exemption covering acquisition of the Line.

(2) The proposed time schedule for consummation of the transaction:

Georges Creek will consummate this transaction once the bankruptcy court approves the purchase agreement with Eighteen Thirty, at least 30 days from the filing date of this notice.<sup>2</sup>

(3) The mileposts of the subject property, including any branch lines:

The line extends between milepost BAI 27.0 near Morrison and milepost BAI 18.46 at the end of the track near Carlos, in Allegany County, MD.

(4) The total route miles to be operated:

8.54 miles.

Related transactions

Three other pleadings are being submitted concurrently with this filing. First, Eighteen Thirty is submitting an individual petition for exemption under 49 U.S.C. §10502 from the requirements of 49 U.S.C. §10904(f)(4)(A).<sup>3</sup> That provision forbids an entity acquiring a rail line under the Offer of Financial Assistance procedures from transferring that line to any entity other than a the abandoning carrier from which it was originally purchased [here CSX Transportation or “CSXT”] prior to the end of the fifth year after consummation of the sale. CSXT has provided Eighteen Thirty with a letter stating that CSXT

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<sup>2</sup> Petitioner anticipates approval by the Bankruptcy Court could take up to 60 days.

<sup>3</sup> Filed in Docket No. AB-55 (Sub-No. 659X), *CSX Transportation, Inc.-Abandonment Exemption-in Allegany County, MD.*

will not reacquire the Line and that it waives its rights under the statute. Second, Eighteen Thirty is filing a Notice of Exemption pursuant to 49 U.S.C. §10901 and 49 CFR 1150.31 covering its acquisition of the Line.<sup>4</sup> Finally, Duncan Smith and Gerald Altizer, the owners of Eighteen Thirty and Georges Creek, respectively, are filing a Notice of Exemption under 49 CFR 1180.2(d)(2) covering their continuance-in-control of these two entities.<sup>5</sup>

Map

**49 CFR 1150.33(f)**

A map depicting the railroad trackage to be operated is attached as Exhibit A.

Certificate of Carrier Classification

**49 CFR 1150.33(g)**

Georges Creek certifies that its projected annual revenues from operating the Line will be less than \$5,000,000 annually. A certificate complying with the provisions of 49 CFR 1150.33(g) is attached as Exhibit B to this notice.

Transactions Imposing Interchange Commitments **49 CFR 1150.33(h)**

Not applicable. There is no provision in any agreement between Georges Creek and Eighteen Thirty or between Eighteen Thirty and the Trustee that

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<sup>4</sup> Docketed as STB Finance Docket No. 35438, *Eighteen Thirty Group, LLC-Acquisition Exemption-Line of Railroad in Allegany County, MD*

<sup>5</sup> Docketed as STB Finance Docket No. 35436, *Duncan Smith And Gerald Altizer-Continuance in Control-Eighteen Thirty Group, LLC And Georges Creek Railway, LLC*

contains any language limiting Georges Creek's ability to interchange with other carriers. Furthermore, the Line only connects with lines of CSXT.

#### Disclosure of Intent to Transport Waste

Georges Creek does not presently intend to provide facilities for the collecting, sorting, loading, unloading, transferring, or transporting of municipal solid waste ("MSW") or construction and demolition ("C&D") material.

#### Labor Protection

Labor protective conditions are not applicable to transactions under 49 U.S.C. 10901.

#### Caption Summary      **49 CFR 1150.34**

A caption summary in the prescribed form is attached as Exhibit C to this Notice.


#### Environmental and Historic Preservation Data      **49 CFR 1105**

Pursuant to 49 CFR 1105.6(c) (2), the proposed transaction is exempt from environmental review under 49 CFR 1105(c) (2) (i), because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 1105.7(e) (4) or (5).

In addition, this transaction is exempt from historic review under 1105.8(b)

(1). Under this section, a sale, lease or transfer of a rail line is exempt if rail operations will continue. Further Board approval is required for the parties to abandon service, and there are no plans to dispose of or alter the properties subject to Board jurisdiction.

Submitted By:



John D. Heffner

John D. Heffner, PLLC

1750 K Street, N.W.

Suite 200

Washington, D.C. 20006

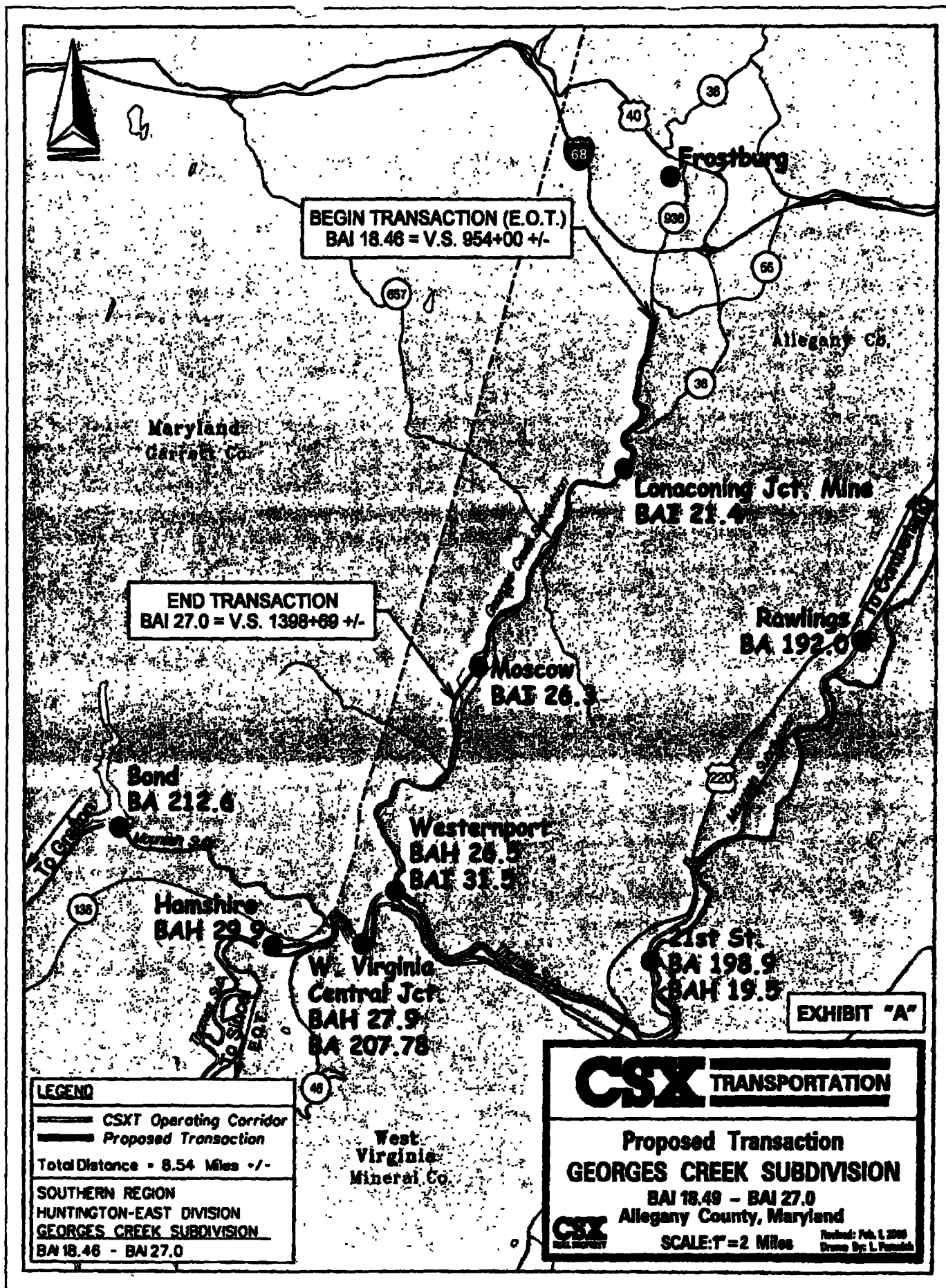
(202) 296-3333

Counsel for Petitioner

Dated: October 19, 2010



EXHIBIT A



## Exhibit B

**Certification**

I, GERALD ALTIER <sup>MANAGING</sup> ~~MEMBER~~ (state position) of GEORGE'S CREEK RAILWAY (name of carrier) and that applicant's projected revenues will not exceed \$5 million annually and will not result in the applicant becoming a Class I or Class II carrier under the provisions of 49 CFR 1201(1-1).

I further certify that the foregoing statements made by me are true, and that I am aware that if any of the foregoing statements made by me be willfully false, I am subject to punishment.

<sup>OCTOBER</sup>  
Dated: 16, 2010

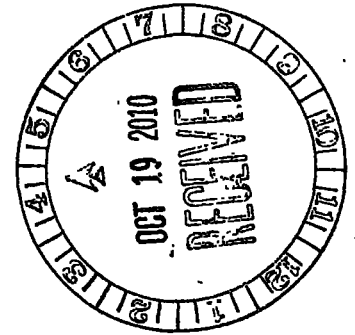
Signature Gerald Altier

## EXHIBIT C

### BEFORE THE SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 35437

### GEORGES CREEK RAILWAY, LLC —OPERATION EXEMPTION— LINE OF RAILROAD IN ALLEGANY COUNTY, MD



Georges Creek Railway, LLC (“Georges Creek”), a Maryland limited liability company and noncarrier, has filed a Verified Notice of Exemption under 49 CFR 1150.31 to operate an 8.54-mile line of railroad between Morrison, MD, milepost BAI 27.0, and Carlos, MD, at the end of the line, milepost BAI 18.46, all in Allegany County, MD (“the Line”).

This proceeding is related to three other proceedings: (1) an individual petition for exemption filed by Eighteen Thirty Group, LLC (“Eighteen Thirty”) in Docket No. AB-55 (Sub-no. 659X), *CSX Transportation, Inc.- Abandonment Exemption—in Allegany County, MD*, seeking an exemption from the requirements of 49 U.S.C. §10904(f) (4)(A) forbidding an entity that acquires a rail line under the offer of financial assistance procedures from transferring that line to an entity other than the original abandoning carrier; (2) a Notice of Exemption under 49 CFR 1150.31 filed in STB Finance Docket No. 35438 by Eighteen Thirty to acquire the Line; and (3) a

Notice of Exemption under 49 CFR 1180.2(d)(2) filed in STB Finance Docket No. 35436 by Duncan Smith and Gerald Altizer, the owners of Eighteen Thirty and Georges Creek, under 49 CFR 1180.2(d)(2) to continue in control of Eighteen Thirty and Georges Creek.

Georges Creek plans to consummate this transaction once the bankruptcy court approves the purchase agreement, at least 30 days from the date of this notice.

Georges Creek certifies that its projected annual revenues as a result of this transaction would not exceed those that would qualify it as a Class III rail carrier and further certifies that its projected annual revenues will not exceed \$5 million.

If the verified notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the effectiveness of the exemption. Petitions for stay must be filed no later than October \_\_, 2010 (at least 7 days before the exemption becomes effective).

An original and 10 copies of all pleadings, referring to Finance Docket No. 35437, must be filed with the Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001. In addition, one copy of each

pleading must be served on John D. Heffner, Esq., John D. Heffner, PLLC,  
1750 K Street, N.W. – Suite 200, Washington, D.C. 20006, Telephone:  
(202) 296-3334; and the bankruptcy trustee, Mark J. Friedman, 6225 Smith  
Avenue, Baltimore, MD 21209.

Board decisions and notices are available on our website at  
[WWW.STB.DOT.GOV](http://WWW.STB.DOT.GOV).

Decided:

By the Board, Rachel D. Campbell, Director, Office of Proceedings.

# VERIFICATION

STATE OF )  
 )  
CITY OF ) SS

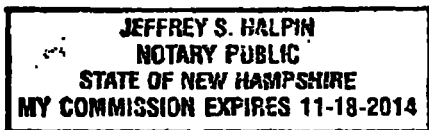
GERALD ALTIZER, being duly sworn according to law,  
hereby deposes and states that (s)he is holds the position of MANAGING MEMBER  
with petitioner, is authorized to make this Verification, has read the  
foregoing document, and knows the facts asserted therein are true an  
accurate as stated, to the best of (her) his knowledge, information, and  
belief.

Gerald Altizer

Subscribed to and sworn to before me, a Notary Public, in and for the City  
of Lebanon in the State of New Hampshire, this 16<sup>th</sup> day of October, 2010

Jeffrey S. Halpin  
Notary Public

My commission expires:



ORIGINAL



CERTIFICATE OF SERVICE

I, John D. Heffner, hereby certify that a copy of FD. No. 35436, Duncan Smith and Gerald Altizer – Continuance-in-Control – Eighteen Thirty Group, LLC and Georges Creek Railway, LLC; Finance Docket No. 35437, Georges Creek Railway, LLC – Operation Exemption-Line of Railroad in Allegany County, MD; Finance Docket No. 35438, Eighteen.Thirty Group, LLC – Acquisition Exemption-Line of Railroad in Allegany County, MD; Docket No. AB-55 (Sub-No. 659X), CSX Transportation, Inc.- Abandonment Exemption-In Allegany County, MD, Petition For Exemption From 49 U.S.C. 1904(f)(4)(A), dated October 19, 2010, were sent by first-class United States mail, to:


Louis Gitomer  
Law Office of Louis E. Gitomer LLC  
600 Baltimore Avenue  
Suite 301  
Towson, MD 21204

Mark J. Friedman  
6225 Smith Avenue  
Baltimore, MD 21209

Charles Spitulnik  
Kaplan Kirsch & Rockwell LLP  
1001 Connecticut Avenue, NW  
Suite 800  
Washington. DC 20036

John R. Wise  
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Suite 1100  
Baltimore, MD 21202-1053

James Riffin  
1941 Greenspring Drive  
Timonium, MD 21093

  
John D. Heffner

Dated: October 19, 2010